

FINAL TERMS



BARCLAYS BANK PLC

(Incorporated with limited liability in England and Wales)

EUR 2,000,000 Equity Index Linked Securities due July 2017 under the Global Structured Securities Programme

Issue Price: 100 per cent

This document constitutes the final terms of the Securities (the "**Final Terms**") described herein for the purposes of Article 5.4 of the Prospectus Directive and is prepared in connection with the Global Structured Securities Programme established by Barclays Bank PLC (the "**Issuer**"). These Final Terms are supplemental to and should be read in conjunction with the GSSP Base Prospectus 9 dated 12 August 2015, as supplemented on 24 September 2015, 25 November 2015 11 May 2016 and 2 June 2016 (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the individual issue of the Securities is annexed to these Final Terms.

The Base Prospectus, and any supplements thereto, are available for viewing at <http://irreports.barclays.com/prospectuses-and-documentation/structured-securities/prospectuses> and during normal business hours at the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London, and copies may be obtained from such office. Words and expressions defined in the Base Prospectus and not defined in the Final Terms shall bear the same meanings when used herein.

BARCLAYS

Final Terms dated 28 July 2016

PART A – CONTRACTUAL TERMS

Provisions relating to the Securities

1. (a) Series: NX000181953
(b) Tranche: 1
2. Settlement Currency: Euro (“EUR”)
3. Securities: Notes
4. Notes: Applicable
 - (a) Aggregate Nominal Amount as at the Issue Date:
 - (i) Tranche: EUR 2,000,000
 - (ii) Series: EUR 2,000,000
 - (b) Specified Denomination: EUR 1,000
5. Certificates: Not Applicable
6. Calculation Amount: EUR 1,000
7. Issue Price: 100% of the Aggregate Nominal Amount

The Issue Price includes a commission element to be shared with BEST – Banco Electronico de Serviço Total, which will be no more than 1.5 per cent. of the Issue Price. Further details of the commission element are available upon request.
8. Issue Date: 28 July 2016
9. Scheduled Redemption Date: 28 July 2017
10. Type of Security: Equity Index Linked Securities
11. Underlying Performance Worst-of
Type_(Redemption):

Provisions relating to interest (if any) payable

12. Interest Type: Not Applicable
General Condition 7 (*Interest*)

Provisions relating to Automatic Redemption (Autocall)

13. Automatic Redemption (Autocall): Not Applicable
General Condition 8 (*Automatic Redemption (Autocall)*)

Provisions relating to Optional Early Redemption

14. Optional Early Redemption Event: Not Applicable
General Condition 9 (*Optional Early Redemption Event*)

Provisions relating to Final Redemption

15. (a) Final Redemption Type: Participation Note, Type 2
General Condition 10 (*Final Redemption*)
- (b) Settlement Method: Cash
- (c) Strike Price Percentage: 90 per cent.
- (d) Protection Level: 90 per cent.
- (e) Participation_(Redemption): 50 per cent.
- (f) Cap_(Redemption): Not Applicable

Provisions relating to Instalment Notes

16. Instalment Notes: Not Applicable
General Condition 12 (Redemption by Instalments)

Provisions relating to the Underlying Asset(s)

17. Underlying Asset: Underlying Assets: Initial Valuation Date
Index: Euro Stoxx 50® Index and S&P 500 Index 28 July 2016
- (i) Exchange: Each Exchange set out in Table 1 below in the column entitled 'Exchange'.
- (ii) Related Exchanges: All Exchanges
- (iii) Underlying Asset Currency: Each Underlying Asset Currency set out in Table 1 below in the column entitled 'Underlying Asset Currency'.
- (iv) Bloomberg Screen: Each Bloomberg Screen set out in Table 1 below in the column entitled 'Bloomberg Screen'.
- (v) Reuters Screen: Each Reuters Screen set out in Table 1 below in the column entitled 'Reuters Screen'.
- (vi) Index Sponsor: Each Index Sponsor set out in Table 1 below in the column entitled 'Index Sponsor'.
- (a) Initial Price_(Redemption): The Valuation Price on the Initial Valuation Date
- (i) Averaging-in: Not Applicable
- (ii) Min Lookback-in: Not Applicable
- (iii) Max Lookback-in: Not Applicable
- (b) Initial Valuation Date: 28 July 2016
18. (a) Final Valuation Price: In respect of an Underlying Asset, the Valuation Price of such Underlying Asset on the Final Valuation Date
- (b) Final Valuation Date: 21 July 2017

Table 1:

| Index | Exchange | Underlying Asset Currency | Bloomberg Screen | Reuters Screen | Index Sponsor |
|------------------------------------|----------------------|------------------------------|------------------|----------------|---------------------------|
| EURO STOXX 50 ^(R) Index | Multi-exchange Index | EUR | SX5E Index | .STOXX50E | STOXX Limited |
| S&P 500 ^(R) Index | Multi-exchange Index | USD | SPX Index | .SPX | S&P Dow Jones Indices LLC |

Provisions relating to disruption events

19. Consequences of a Disrupted Day
(in respect of an Averaging Date or
Lookback Date):

General Condition 15

(Consequences of Disrupted Days)

- (a) Omission: Not Applicable
- (b) Postponement: Not Applicable
- (c) Modified Postponement: Not Applicable

20. Additional Disruption Events:

General Condition 28 *(Adjustment
or early redemption following an
Additional Disruption Event)*

- (a) Change in Law: Not Applicable
- (b) Currency Disruption Event: Not Applicable
- (c) Hedging Disruption: Not Applicable
- (d) Issuer Tax Event: Not Applicable
- (e) Extraordinary Market Disruption: Not Applicable
- (f) Increased Cost of Hedging: Not Applicable as per General Condition 47.1 *(Definitions)*
- (g) Affected Jurisdiction Hedging Disruption: Not Applicable as per General Condition 47.1 *(Definitions)*
- (h) Affected Jurisdiction Increased Cost of Hedging: Not Applicable as per General Condition 47.1 *(Definitions)*
- (i) Increased Cost of Stock Borrow: Not Applicable as per General Condition 47.1 *(Definitions)*
- (j) Loss of Stock Borrow: Not Applicable as per General Condition 47.1 *(Definitions)*
- (k) Foreign Ownership Event: Not Applicable as per General Condition 47.1 *(Definitions)*

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| (l) Fund Disruption Event: | Not Applicable as per General Condition 47.1 (<i>Definitions</i>) |
| 21. Early Cash Settlement Amount: | Market Value |
| 22. Early Redemption Notice Period Number: | As specified in General Condition 47.1 (<i>Definitions</i>) |
| 23. Substitution of Shares: | Not Applicable |
| 24. Entitlement Substitution: | Not Applicable |
| 25. FX Disruption Event: | Not Applicable |
| 26. Unwind Costs: | Not Applicable |
| 27. Settlement Expenses: | Not Applicable |
| 28. Local Jurisdiction Taxes and Expenses: | Not Applicable |
| <i>General provisions</i> | |
| 29. Form of Securities: | Global Bearer Securities: Permanent Global Security TEFRA: Not Applicable NGN Form: Applicable Held under the NSS: Not Applicable CGN Form: Not Applicable CDIs: Not Applicable |
| 30. Trade Date: | 17 June 2016 |
| 31. Additional Business Centre(s): | Not Applicable |
| 32. Business Day Convention: | Modified Following |
| 33. Determination Agent: | Barclays Bank PLC |
| 34. Registrar: | Not Applicable |
| 35. CREST Agent: | Not Applicable |
| 36. Transfer Agent: | Not Applicable |
| 37. (a) Names and addresses of Manager | Barclays Bank PLC, 1 Churchill Place, London E14 5HP, United Kingdom |
| (b) Date of underwriting agreement: | Not Applicable |
| (c) Names and addresses of secondary trading intermediaries and main terms of commitment: | Not Applicable |
| 38. Registration Agent: | Not Applicable |
| 39. <i>Masse</i> Category: | No <i>Masse</i> |
| 40. Governing Law: | English law |

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to Trading: Application is expected to be made by the Issuer (or on its behalf) for the Securities to be listed on the official list and admitted to trading on the regulated market of the Luxembourg Stock Exchange on or around the Issue Date
- (b) Estimate of total expenses related to admission to trading: EUR 840

2. RATINGS

Ratings: The Securities have not been individually rated.

3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (a) Reasons for the offer: General funding
- (b) Use of proceeds: Not Applicable
- (c) Estimated net proceeds: Not Applicable

4. YIELD

Not Applicable

5. PERFORMANCE OF UNDERLYING ASSET, AND OTHER INFORMATION CONCERNING THE UNDERLYING ASSET

Reuters Screen Pages: '.STOXX50E' and '.SPX'

Bloomberg Screen: 'SX5E Index' and 'SPX Index'

Index Disclaimers: EURO STOXX 50^(R) Index and S&P^(R) 500 Index

6. OPERATIONAL INFORMATION

- (a) ISIN: XS1397332153
- (b) Common Code: 139733215
- (c) Relevant Clearing System(s): Euroclear, Clearstream
- (d) Delivery: Delivery free of payment
- (e) Name and address of additional Paying Agent(s): Not Applicable

7. TERMS AND CONDITIONS OF THE OFFER

7.1 Authorised Offer(s)

- (a) Public Offer: An offer of the Notes may be made, subject to the conditions set out below by the Authorised Offeror(s) (specified in (b) immediately below) other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction(s) (specified in (c) immediately below) during the Offer Period (specified in (d) immediately below)

subject to the conditions set out in the Base Prospectus and in (e) immediately below

- (b) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place (together the "Authorized Offeror(s)"): Each financial intermediary specified in (i) and (ii) below:
Specific consent: BEST – Banco Electronico de Serviço Total (the "Initial Authorised Offeror(s) ")
- (c) Jurisdiction(s) where the offer may take place (together, the "Public Offer Jurisdictions(s)"): Portugal
- (d) Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s): From and including 30 June 2016 to but excluding 28 July 2016 (the "Offer Period")
- (e) Other conditions for use of the Base Prospectus by the Authorised Offeror(s): Not Applicable

7.2 Other terms and conditions of the offer

- (a) Offer Price: 100% of the Issue Price
- (b) Total amount of offer: Aggregate Nominal Amount
- (c) Conditions to which the offer is subject: Offers of the Securities made prior to the Issue Date are conditional on their issue. There is no pre-identified allotment criteria. The Authorised Offeror will adopt allotment criteria that ensures equal treatment of prospective investors. A prospective investor will receive 100 per cent. of the amount of Securities allocated to it during the Offer Period.
- The Issuer reserves the right to withdraw the offer of the Securities at any time on or prior to the Issue Date.
For the avoidance of doubt, if any application has been made by the potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant.
- (d) Time period, including any possible amendments, during which the offer will be open and description of the application process: The offer will be open during the Offer Period
- (e) Description of the application process: Applications for the Securities can be made during the Offer Period to the Authorised Offeror. Further information with respect to the application process will be available from the Authorised Offeror upon request.
- (f) Details of the minimum and/or The minimum amount of application per investor will be

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| maximum amount of application: | EUR 1,000 in nominal amount of the Securities. |
| (g) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: | Not Applicable |
| (h) Details of method and time limits for paying up and delivering the Securities: | Payment for Securities shall be made to the Authorised Offeror in accordance with the instructions provided by the Authorised Offeror. None of the amounts so transferred to the Authorised Offeror will bear interest. Such amounts will be returned only in the event of (i) cancellation of the offer of the Securities or (ii) overpayments, provided that, in each case, the amounts will be returned by the Authorised Offeror without any interest or compensation in accordance with the instructions of the relevant applicant set out in the related application form. The Securities will be delivered to the successful applicants on or about the Issue Date. |
| (i) Manner in and date on which results of the offer are to be made public: | Results of the offer will be made public by the Authorised Offeror after the end of the Offer Period. |
| (j) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not Applicable |
| (k) Whether tranche(s) have been reserved for certain countries: | Offers may be made by the Authorised Offeror in the Public Offer Jurisdiction to any person. Offers (if any) in other EEA countries will only be made by the Authorised Offeror pursuant to an exemption from the obligation under the Prospectus Directive as implemented in such countries to publish a prospectus. |
| (l) Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made: | Each investor will be notified by the Authorised Offeror of its allocation of Securities at the time of such investor's application. |
| (m) Amount of any expenses and taxes specifically charged to the subscriber or purchaser: | Not Applicable |
| (n) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: | BEST – Banco Electronico de Serviço Total Praça Marquês de Pombal, n 3 - 3 piso Lisboa Portugal 1250-161 (the “Authorised Offeror”) |

ISSUE SPECIFIC SUMMARY

| Section A – Introduction and warnings | | |
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| A.1 | Introduction and warnings | <p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole, including any information incorporated by reference, and read together with the Final Terms.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff might, under the national legislation of the relevant Member State of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>No civil liability shall attach to any responsible person solely on the basis of this Summary, including any translation thereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p> |
| A.2 | Consent by the Issuer to the use of prospectus in subsequent resale or final placement of Securities | <p>The Issuer may provide its consent to the use of the Base Prospectus and Final Terms for subsequent resale or final placement of Securities by financial intermediaries, provided that the subsequent resale or final placement of Securities by such financial intermediaries is made during the offer period specified in the Final Terms. Such consent may be subject to conditions which are relevant for the use of the Base Prospectus.</p> <p>Specific consent: The Issuer consents to the use of the Base Prospectus and these Final Terms with respect to the subsequent resale or final placement of Securities (a "Public Offer") which satisfies all of the following conditions:</p> <ul style="list-style-type: none"> (a) the Public Offer is only made in Portugal and the Public Offer is only made during the period from (and including) 30 June 2016 to (but excluding) 28 July 2016; and (b) the Public Offer is only made by BEST – Banco Electronico de Serviço Total (an "Authorised Offeror") <p>Information on the terms and conditions of an offer by any Authorised Offeror is to be provided at the time of that offer by the Authorised Offeror.</p> |
| Section B – Issuer | | |

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| B.1 | Legal and commercial name of the Issuer | The Securities are issued by Barclays Bank PLC (the "Issuer"). |
| B.2 | Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of the Issuer | The Issuer is a public limited company registered in England and Wales. The principal laws and legislation under which the Issuer operates are laws of England and Wales including the Companies Act. |
| B.4b | Known trends affecting the Issuer and industries in which the Issuer operates | <p>The business and earnings of the Issuer and its subsidiary undertakings (together, the "Bank Group" or "Barclays") can be affected by the fiscal or other policies and other actions of various governmental and regulatory authorities in the UK, EU, US and elsewhere, which are all subject to change. The regulatory response to the financial crisis has led and will continue to lead to very substantial regulatory changes in the UK, EU and US and in other countries in which the Bank Group operates. It has also (amongst other things) led to (i) a more assertive approach being demonstrated by the authorities in many jurisdictions, and (ii) enhanced capital, leverage, liquidity and funding requirements (for example pursuant to the fourth Capital Requirements Directive (CRD IV)). Any future regulatory changes may restrict the Bank Group's operations, mandate certain lending activity and impose other, significant compliance costs.</p> <p>Known trends affecting the Issuer and the industry in which the Issuer operates include:</p> <ul style="list-style-type: none"> • continuing political and regulatory scrutiny of the banking industry which is leading to increased or changing regulation that is likely to have a significant effect on the structure and management of the Bank Group; • general changes in regulatory requirements, for example, prudential rules relating to the capital adequacy framework and rules designed to promote financial stability and increase depositor protection, increased regulation and procedures for the protection of customers and clients of financial services firms and an increased willingness on the part of regulators to investigate past practices, vigorously pursue alleged violations and impose heavy penalties on financial services firms; • increased levels of legal proceedings in jurisdictions in which the Bank Group does business, including in the form of class actions; |

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| | | <ul style="list-style-type: none"> the US Dodd-Frank Wall Street Reform and Consumer Protection Act, which contains far-reaching regulatory reform (including restrictions on proprietary trading and fund-related activities (the so-called 'Volcker rule')); the United Kingdom Financial Services (Banking Reform) Act 2013 which gives United Kingdom authorities powers to implement measures for, among others: (i) the separation of the United Kingdom and EEA retail banking activities of the largest United Kingdom banks into a legally, operationally and economically separate and independent entity (so-called 'ringfencing'); (ii) a statutory depositor preference in insolvency; and (iii) a 'bail-in' stabilisation option; and changes in competition and pricing environments. |
| B.5 | Description of the group and the Issuer's position within the group | <p>The Bank Group is a major global financial services provider.</p> <p>The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group.</p> |
| B.9 | Profit forecast or estimate | Not Applicable: the Issuer has chosen not to include a profit forecast or estimate. |
| B.10 | Nature of any qualifications in audit report on historical financial information | Not Applicable: the audit report on the historical financial information contains no such qualifications. |
| B.12 | Selected key financial information; no material adverse change and significant change statements | <p>Based on the Bank Group's audited financial information for the year ended 31 December 2015, the Bank Group had total assets of £1,120,727m (2014: £1,358,693m), total net loans and advances of £441,046m (2014: £470,424m), total deposits of £465,387m (2014: £486,258m), and total shareholders' equity of £66,019m (2014: £66,045m) (including non-controlling interests of £1,914m (2014: £2,251m)). The profit before tax from continuing operations of the Bank Group for the year ended 31 December 2015 was £2,841m (2014: £2,309m) after credit impairment charges and other provisions of £2,114m (2014: £2,168m). The financial information in this paragraph is extracted from the audited consolidated financial statements of the Issuer for the year ended 31 December 2015.</p> <p>Not Applicable. There has been no significant change in the financial or trading position of the Bank Group since 31 March 2016.</p> <p>There has been no material adverse change in the prospects of the Issuer since 31 December 2015.</p> |

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| B.13 | Recent events particular to the Issuer which are materially relevant to the evaluation of Issuer's solvency | Not Applicable: there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency. |
| B.14 | Dependency of the Issuer on other entities within the group | The Bank Group is a major global financial services provider. The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Bank Group. The financial position of the Issuer is dependent on the financial position of its subsidiary undertakings. |
| B.15 | Description of the Issuer's principal activities | The Bank Group is a major global financial services provider engaged in retail and commercial banking, credit cards, investment banking, wealth management and investment management services with an extensive international presence in Europe, the United States, Africa and Asia. |
| B.16 | Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control | The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC, which is the ultimate holding company of the Issuer and its subsidiary undertakings. |
| B.17 | Credit ratings assigned to the Issuer or its debt securities | The short-term unsecured obligations of the Issuer are rated A-2 by Standard & Poor's Credit Market Services Europe Limited, P-1 by Moody's Investors Service Ltd. and F1 by Fitch Ratings Limited and the long-term obligations of the Issuer are rated A- by Standard & Poor's Credit Market Services Europe Limited, A2 by Moody's Investors Service Ltd. and A by Fitch Ratings Limited. A specific issue of Securities may be rated or unrated. Ratings: This issue of Securities will not be rated. |
| Section C – Securities | | |
| C.1 | Type and class of Securities being offered and/or admitted to | Securities described in this Summary (the “Securities”) may be debt securities or, where the repayment terms are linked to an underlying asset, derivative securities, in the form of notes. Identification: Series number: NX000181953; Tranche number: 1 Identification codes: ISIN: XS1397332153, Common Code: 139733215. |

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| | trading | |
| C.2 | Currency | Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency. This issue of Securities will be denominated in Euro ("EUR"). |
| C.5 | Description of restrictions on free transferability of the Securities | The Securities are offered and sold outside the United States to non-US persons in reliance on Regulation S under the Securities Act and must comply with transfer restrictions with respect to the United States. No offers, sales, resales or deliveries of any Securities may be made in or from any jurisdiction and/or to any individual or entity except in circumstances which will result in compliance with any applicable laws and regulations and which will not impose any obligation on the Issuer and/or Barclays Bank PLC in its capacity as manger (the " Manager "). Subject to the above, the Securities will be freely transferable. |
| C.8 | Description of rights attached to the Securities, including ranking and limitations to those rights | <p style="text-align: center;">RIGHTS</p> <p>The Securities will be issued on 28 July 2016 (the "Issue Date") at 100 per cent. of par (the "Issue Price") and will give each holder of Securities the right to receive a potential return on the Securities, together with certain ancillary rights such as the right to receive notice of certain determinations and events and the right to vote on some (but not all) amendments to the terms and conditions of the Securities.</p> <p>Interest: The Securities do not bear interest.</p> <p>Final redemption: If the Securities have not redeemed early they will redeem on the Scheduled Redemption Date and the cash amount paid to investors will depend on the performance of: the Underlying Assets on the specified valuation dates during the life of the Securities.</p> <p>Taxation: All payments in respect of the Securities shall be made without withholding or deduction for or on account of any UK taxes unless such withholding or deduction is required by law. In the event that any such withholding or deduction is required by law, the Issuer will, save in limited circumstances, be required to pay additional amounts to cover the amounts so withheld or deducted.</p> <p>Events of default: If the Issuer fails to make any payment due under the Securities or breaches any other term and condition of the Securities in a way that is materially prejudicial to the interests of the holders (and such failure is not remedied within 30 days, or, in the case of interest, 14 days), or the Issuer is subject to a winding-up order, then (subject, in the case of interest, to the Issuer being prevented from payment for a mandatory provision of law) the Securities will become immediately due and payable, upon notice being given by the holder (or, in the case of French law Securities, the representative of the holders).</p> <p>The Securities will be governed by English law and the rights thereunder will be construed accordingly.</p> |

| | | <p style="text-align: center;">STATUS</p> <p>The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally among themselves.</p> <p style="text-align: center;">LIMITATIONS ON RIGHTS</p> <p>Certain limitations:</p> <ul style="list-style-type: none"> Notwithstanding that the Securities are linked to the performance of the underlying asset(s), holders do not have any rights in respect of the underlying asset(s). The terms and conditions of the Securities permit the Issuer and the Determination Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any). The Securities contain provisions for calling meetings of holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority. | | | | | | | | | |
|--|--|---|--|----------------------------|------------------------|----------------------|---|--------------|------------------------------|---|--------------|
| C.15 | Description of how the value of the investment is affected by the value of the underlying instrument | <p>The return on and value of the Securities is dependent on the performance of (i) one or more specified equity indices, shares, depository receipts representing shares and/or exchange traded funds; (ii) one or more specified commodities and/or commodity indices; or (iii) foreign exchange rates (each an "Underlying Asset") for the purposes of determining a redemption amount, Underlying Assets shall mean the Underlying Assets_(Final Redemption).</p> <p>The Underlying Assets are:</p> <table border="1" data-bbox="534 1563 1168 2038"> <thead> <tr> <th data-bbox="534 1563 746 1693">Underlying Asset_(Final Redemption)</th> <th data-bbox="746 1563 959 1693">Initial Price (Redemption)</th> <th data-bbox="959 1563 1168 1693">Initial Valuation Date</th> </tr> </thead> <tbody> <tr> <td data-bbox="534 1693 746 1868">Euro Stoxx 50® Index</td> <td data-bbox="746 1693 959 1868">The Valuation Price on the Initial Valuation Date</td> <td data-bbox="959 1693 1168 1868">28 July 2016</td> </tr> <tr> <td data-bbox="534 1868 746 2038">S&P^(R) 500 Index</td> <td data-bbox="746 1868 959 2038">The Valuation Price on the Initial Valuation Date</td> <td data-bbox="959 1868 1168 2038">28 July 2016</td> </tr> </tbody> </table> | Underlying Asset _(Final Redemption) | Initial Price (Redemption) | Initial Valuation Date | Euro Stoxx 50® Index | The Valuation Price on the Initial Valuation Date | 28 July 2016 | S&P ^(R) 500 Index | The Valuation Price on the Initial Valuation Date | 28 July 2016 |
| Underlying Asset _(Final Redemption) | Initial Price (Redemption) | Initial Valuation Date | | | | | | | | | |
| Euro Stoxx 50® Index | The Valuation Price on the Initial Valuation Date | 28 July 2016 | | | | | | | | | |
| S&P ^(R) 500 Index | The Valuation Price on the Initial Valuation Date | 28 July 2016 | | | | | | | | | |

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| | <p>Calculations in respect of amounts payable under the Securities are made by reference to a "Calculation Amount", being EUR 1,000 as may be reduced in respect of Redemption in Instalments (see below).</p> <p>Indicative amounts: If the Securities are being offered by way of a Public Offer and any specified product values are not fixed or determined at the commencement of the Public Offer (including any amount, level, percentage, price, rate or other value in relation to the terms of the Securities which has not been fixed or determined by the commencement of the Public Offer), these specified product values will specify an indicative amount, indicative minimum amount, an indicative maximum amount or indicative amount or any combination thereof. In such case, the relevant specified product value(s) shall be the value determined based on market conditions by the Issuer on or around the end of the Public Offer. Notice of the relevant specified product value will be published prior to the Issue Date.</p> <p>Determination Agent: Barclays Bank PLC will be appointed to make calculations and determinations with respect to the Securities.</p> <p style="text-align: center;">A – Interest</p> <p>The Securities do not bear interest</p> <hr style="width: 20%; margin: auto;"/> <p style="text-align: center;">B – Automatic Redemption (Autocall)</p> <p>Not Applicable</p> <hr style="width: 20%; margin: auto;"/> <p style="text-align: center;">C – Issuer Optional Early Redemption</p> <p>Not Applicable</p> <hr style="width: 20%; margin: auto;"/> <p style="text-align: center;">D – Final Redemption</p> <p>If the Securities have not otherwise redeemed, each Security will be redeemed on 28 July 2017 (the "Scheduled Redemption Date") by payment of the Final Cash Settlement Amount.</p> <hr style="width: 20%; margin: auto;"/> <p>The Final Cash Settlement Amount is calculated as follows:</p> <ul style="list-style-type: none"> (i) if the Final Performance is greater than or equal to 100%, (a) 100% multiplied by the Calculation Amount, plus (b) the Participation_(Redemption) (being 50%) multiplied by the amount that the Final Performance exceeds 100%, further multiplied by the Calculation Amount; (ii) if the Final Performance is less than 100% and greater than or equal to the Protection Level (being 90%), the Final Performance multiplied by the Calculation Amount; (iii) otherwise, the Protection Level (being 90%) multiplied by the Calculation Amount. |
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| | | <p>“Asset Performance” means, in respect of an Underlying Asset and in respect of the Final Valuation Date, the Final Valuation Price divided by the Initial Price of such Underlying Asset.</p> <p>“Final Performance” means the Final Valuation Price divided by the Initial Price_(Redemption) each in respect of the Worst Performing Underlying Asset as calculated on the Final Valuation Date.</p> <p>“Final Valuation Date” means 21 July 2017, subject to adjustment.</p> <p>“Final Valuation Price” means, in respect of an Underlying Asset, the closing level of the Underlying Asset on the Final Valuation Date.</p> <p>“Worst Performing Underlying Asset” means, in respect of the Final Valuation Date, the Underlying Asset with the lowest Asset Performance for such day.</p> |
| C.16 | Expiration or maturity date of the Securities | <p>The Securities are scheduled to redeem on the scheduled redemption date. This day may be postponed following the postponement of a valuation date due to a disruption event.</p> <p>The scheduled redemption date of the Securities is 28 July 2017.</p> |
| C.17 | Settlement procedure of the derivative securities | <p>Securities may be cleared and settled through Euroclear Bank S.A./N.V., Clearstream Banking <i>société anonyme</i>, CREST, Euroclear France S.A., VP Securities, A/S, Euroclear Finland Oy, Norwegian Central Securities Depository, Euroclear Sweden AB or SIX SIS Ltd.</p> <p>The Securities will be cleared and settled through Euroclear Bank S.A./N.V. and Clearstream Banking <i>société anonyme</i>.</p> |
| C.18 | Description of how the return on derivative securities takes place | <p>The performance of the Underlying Assets to which the Securities are linked may affect: (i) the interest paid on the Securities (if any); and (ii) if the Securities have not redeemed early, the amount paid on the Scheduled Redemption Date.</p> <p>Interest and any amount payable if the Securities redeem before the Scheduled Redemption Date will be paid in cash.</p> <p>On the Scheduled Redemption Date, if the Securities have not redeemed early, the settlement amount will be paid in cash.</p> |
| C.19 | Final reference price of the Underlying Asset | <p>The final reference level of any equity index, share, commodity index, commodity, depository receipt, fund or foreign exchange rate to which Securities are linked, will be determined by the Determination Agent by reference to a publicly available source on a specified date or dates and, if applicable, at a specified time.</p> <p>The final valuation price of each Underlying Asset is the closing price or level of the Underlying Asset on the Final Valuation Date, as determined by the Determination Agent.</p> |

| C.20 | Type of Underlying Asset | <p>Securities may be linked to one or more:</p> <ul style="list-style-type: none"> • common shares; • depositary receipts representing common shares; • exchange traded funds ("ETFs") (being a fund, pooled investment vehicle, collective investment scheme, partnership, trust or other similar legal arrangement and holding assets, such as shares, bonds, indices, commodities, and/or other securities such as financial derivative instruments); • equity indices; • commodities; • commodity indices; or • foreign exchange rates. <p>Information about the Underlying Assets is available at:</p> <table border="1" data-bbox="534 790 1166 1099"> <thead> <tr> <th data-bbox="534 790 746 893">Underlying Asset</th> <th data-bbox="746 790 959 893">Reuters Code</th> <th data-bbox="959 790 1166 893">Bloomberg Code</th> </tr> </thead> <tbody> <tr> <td data-bbox="534 893 746 996">Euro Stoxx 50® Index</td> <td data-bbox="746 893 959 996">.STOXX50E</td> <td data-bbox="959 893 1166 996">SX5E Index</td> </tr> <tr> <td data-bbox="534 996 746 1099">S&P^(R) 500 Index</td> <td data-bbox="746 996 959 1099">.SPX</td> <td data-bbox="959 996 1166 1099">SPX Index</td> </tr> </tbody> </table> | Underlying Asset | Reuters Code | Bloomberg Code | Euro Stoxx 50® Index | .STOXX50E | SX5E Index | S&P ^(R) 500 Index | .SPX | SPX Index |
|------------------------------|--|--|------------------|--------------|----------------|----------------------|-----------|------------|------------------------------|------|-----------|
| Underlying Asset | Reuters Code | Bloomberg Code | | | | | | | | | |
| Euro Stoxx 50® Index | .STOXX50E | SX5E Index | | | | | | | | | |
| S&P ^(R) 500 Index | .SPX | SPX Index | | | | | | | | | |
| C.21 | Markets where Securities are traded | Application is expected to be made by the Issuer (or on its behalf) to list the Securities on the Luxembourg Stock Exchange and admit the Securities to trading on the regulated market of the Luxembourg Stock Exchange with effect from the Issue Date. | | | | | | | | | |
| Section D – Risks | | | | | | | | | | | |
| D.2 | Key information on the key risks that are specific to the Issuer | <p>Principal Risks relating to the Issuer: Material risks and their impact are described below in two sections: (i) Material existing and emerging risks by Principal Risk and (ii) Material existing and emerging risks potentially impacting more than one Principal Risk. The five principal risks are currently categorised as: (1) Credit Risk; (2) Market Risk; (3) Funding Risk; (4) Operational Risk; and (5) Conduct Risk (within the meaning of the Issuer's Enterprise Risk Management Framework, each a "Principal Risk").</p> <p>(i) Material existing and emerging risks by Principal Risk</p> <p>Credit risk: The financial condition of the Group's customers, clients and counterparties, including governments and other financial institutions, could adversely affect the Group. The Group may suffer financial loss if any of its customers, clients or market counterparties fails to fulfil their contractual obligations to the Group. Furthermore, the Group may also suffer loss when the value of the Group's investment in the financial instruments of an entity falls as a result of that entity's credit rating</p> | | | | | | | | | |

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| | <p>being downgraded. In addition, the Group may incur significant unrealised gains or losses due to changes in the Group's credit spreads or those of third parties, as these changes affect the fair value of the Group's derivative instruments, debt securities that the Group holds or issues, and loans held at fair value.</p> <p>Market risk: The Group's financial position may be adversely affected by changes in both the level and volatility of prices leading to lower revenues, or reduced capital. The Group is also at risk from movements in foreign currency exchange rates as these impact the sterling equivalent value of foreign currency denominated assets in the banking book, exposing it to currency translation risk.</p> <p>Funding risk: The ability of the Group to achieve its business plans may be adversely impacted if it does not effectively manage its capital (including leverage), liquidity and other regulatory requirements. The Group may not be able to achieve its business plans due to: i) being unable to maintain appropriate capital ratios; ii) being unable to meet its obligations as they fall due; iii) rating agency methodology changes resulting in ratings downgrades; and iv) adverse changes in foreign exchange rates on capital ratios.</p> <p>Operational risk: The operational risk profile of the Group may change as a result of human factors, inadequate or failed internal processes and systems, or external events. The Group is exposed to many types of operational risk. This includes: fraudulent and other internal and external criminal activities; the risk of breakdowns in processes, controls or procedures (or their inadequacy relative to the size and scope of the Group's business); systems failures or an attempt, by an external party, to make a service or supporting infrastructure unavailable to its intended users, and the risk of geopolitical cyber threat activity which destabilises or destroys the Group's information technology, or critical infrastructure the Group depends upon but does not control. The Group is also subject to the risk of business disruption arising from events wholly or partially beyond its control for example natural disasters, acts of terrorism, epidemics and transport or utility failures, which may give rise to losses or reductions in service to customers and/or economic loss to the Group. All of these risks are also applicable where the Group relies on outside suppliers or vendors to provide services to it and its customers. The operational risks that the Group is exposed to could change rapidly and there is no guarantee that the Group's processes, controls, procedures and systems are sufficient to address, or could adapt promptly to, such changing risks to avoid the risk of loss.</p> <p>Legal, competition and regulatory matters: Legal disputes, regulatory investigations, fines and other sanctions relating to conduct of business and financial crime may negatively affect the Group's results, reputation</p> |
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| | <p>and ability to conduct its business.</p> <p>Risks arising from regulation of the financial services industry: The financial services industry continues to be the focus of significant regulatory change and scrutiny which may adversely affect the Group's business, financial performance, capital and risk management strategies.</p> <p>Conduct risk:</p> <p>Organisational Change: The Group is at risk of not being able to meet customer and regulatory expectations due to a failure to appropriately manage the: i) complexity in business practice, processes and systems; ii) challenges faced in product suitability, automation and portfolio-level risk monitoring; iii) resilience of its technology; and, iv) execution strategy, including the failure to fulfil the high level of operational precision required for effective execution in order to deliver positive customer outcomes.</p> <p>Legacy Issues: Barclays remains at risk from the potential outcomes of a number of investigations relating to its past conduct. Many stakeholders will remain sceptical and so the risk to Barclays' reputation will remain. Barclays continues to work to rebuild customer trust and market confidence impacted by legacy issues.</p> <p>Market Integrity: There are potential risks arising from conflicts of interest. While primarily relevant to the Investment Bank, these potential risks may also impact the corporate and retail customer base.</p> <p>Financial Crime: The Group, as a global financial services firm, is exposed to the risks associated with money laundering, terrorist financing, bribery and corruption and sanctions.</p> <p>Any one, or combination, of the above risks could have significant impact on the Group's reputation and may also lead to potentially large costs to both rectify this issue and reimburse losses incurred by customers and regulatory censure and penalties.</p> <p>(ii) Material existing and emerging risks potentially impacting more than one Principal Risk:</p> <p>Structural Reform (emerging risk)</p> <p>The UK Financial Services (Banking Reform) Act 2013 (the UK Banking Reform Act) and associated secondary legislation and regulatory rules, require the separation of the Group's UK and EEA retail and SME deposit-taking activities into a legally, operationally and economically separate and independent entity and restrict the types of activity such an entity may conduct (so-called 'ring fencing').</p> |
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| | | <p>Business conditions, general economy and geopolitical issues</p> <p>The Group's performance could be adversely affected in relation to more than one Principal Risk by a weak or deteriorating global economy or political instability. These factors may also occur in one or more of the Group's main countries of operation. The Group offers a broad range of services to retail, institutional and government customers, in a large number of countries. The breadth of these operations means that deterioration in the economic environment, or an increase in political instability in countries where it is active, or any other systemically important economy, could adversely affect the Group's performance.</p> <p>Business Change/Execution (emerging risk)</p> <p>As Barclays moves towards a single point of entry (Holding Company) resolution model and implementation of the Structural Reform Programme Execution, the expected level of structural and strategic change to be implemented over the medium term will be disruptive and is likely to increase funding and operational risks for the Group and could impact its revenues and businesses.</p> <p>If any of the risks were to occur, singly or in aggregate, they could have a material adverse effect on the Group's business, results of operations and financial condition.</p> <p>Regulatory action in the event a bank in the Group (such as the Issuer) is failing or likely to fail could materially adversely affect the value of the Securities: The Bank Recovery and Resolution Directive (the "BRRD") provides an EU-wide framework for the recovery and resolution of credit institutions and investment firms, their subsidiaries and certain holding companies. The BRRD (including the Bail-In tool) was implemented in the Banking Act in January 2015 and came into force on 1 January 2016. The Banking Act confers substantial powers on a number of UK authorities designed to enable them to take a range of actions in relation to UK banks or investment firms and certain of their affiliates in the event a bank or investment firm in the same group is considered to be failing or likely to fail. The exercise of any of these actions in relation to the Issuer could materially adversely affect the value of the Securities.</p> <p>Under the terms of the Securities, investors have agreed to be bound by the exercise of any UK Bail-in Power by the relevant UK resolution authority.</p> |
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| | | <p>A downgrade of the credit rating assigned by any credit rating agency to the Issuer could adversely affect the liquidity or market value of the Securities. Credit ratings downgrade could occur as a result of, among other causes, changes in the ratings methodologies used by credit rating agencies. Changes in credit rating agencies' views of the level of implicit sovereign support for European banks and their groups are likely to lead to credit ratings downgrades.</p> <p>The Issuer is affected by risks affecting the Banking-Group: The Issuer is also affected by risks affecting the Banking-Group as there is substantial overlap in the businesses of the Issuer and its subsidiaries. Further, the Issuer can be negatively affected by risks and other events affecting its subsidiaries even where the Issuer is not directly affected.</p> |
| D.6 | <p>Risk warning that investors may lose value of entire investment or part of it</p> | <p>You may lose some or all of your investment in the Securities:</p> <p>Even if the relevant Securities are stated to be repayable at an amount that is equal to or greater than their initial purchase price, you will lose up to the entire value of your investment if the Issuer fails or is otherwise unable to meet its payment obligations.</p> <p>You may also lose some or all of your entire investment, or part of it, if:</p> <ul style="list-style-type: none"> • the Underlying Asset performs in such a manner that the redemption amount payable or deliverable to you (whether at maturity or following any early redemption and including after deduction of any applicable taxes and expenses) is less than the initial purchase price; • you sell your Securities prior to maturity in the secondary market (if any) at an amount that is less than the initial purchase price; • the Securities are redeemed early following the occurrence of an extraordinary event in relation to the Underlying Asset(s), the Issuer, the Issuer's hedging arrangement, the relevant currencies or taxation (such as following an additional disruption event) and the amount you receive on such redemption is less than the initial purchase price; and/or • the terms and conditions of the Securities are adjusted (in accordance with the terms and conditions of the Securities) with the result that the redemption amount payable to you and/or the value of the Securities is reduced. <p>Option risk: The Securities are derivative financial instruments which may include an option right and which, therefore, have many characteristics in common with options. Transactions in options involve a high level of risk.</p> <p>Risk of withdrawal of the public offering: In case of a public offer, the Issuer may provide in the Final Terms that it is a condition of the offer that the Issuer may withdraw the offer for reasons beyond its control,</p> |

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| | <p>such as extraordinary events that in the determination of the Issuer may be prejudicial to the offer. In such circumstances, the offer will be deemed to be null and void. In such case, where you have already paid or delivered subscription monies for the relevant Securities, you will be entitled to reimbursement of such amounts, but will not receive any remuneration that may have accrued in the period between their payment or delivery of subscription monies and the reimbursement of the Securities.</p> <p>Reinvestment risk/loss of yield: Following an early redemption of the Securities for any reason, holders may be unable to reinvest the redemption proceeds at a rate of return as high as the return on the Securities being redeemed.</p> <p>Issuer optional early redemption: The ability of the Issuer to early redeem the Securities will mean an investor is no longer able to participate in the performance of any Underlying Assets. This feature may limit the market value of the Securities.</p> <p>Settlement expenses: Payments, deliveries and settlement under the Securities may be subject to deduction of taxes and settlement expenses, if applicable.</p> <p>Conditions to settlement: Settlement is subject to satisfaction of all conditions to settlement by the investor.</p> <p>Volatile market prices: The market value of the Securities is unpredictable and may be highly volatile, as it can be affected by many unpredictable factors, including: market interest and yield rates; fluctuations in foreign exchange rates; exchange controls; the time remaining until the Securities mature; economic, financial, regulatory, political, terrorist, military or other events in one or more jurisdictions; changes in laws or regulations; and the Issuer's creditworthiness or perceived creditworthiness.</p> <p>Return linked to performance of an Underlying Asset: The return payable on the Securities is linked to the change in value of the Underlying Asset over the life of the Securities. Any information about the past performance of any Underlying Asset should not be taken as an indication of how prices will change in the future. You will not have any rights of ownership, including, without limitation, any voting rights or rights to receive dividends, in respect of any Underlying Asset.</p> <p>Equity index risks: Securities linked to the performance of equity indices provide investment diversification opportunities, but will be subject to the risk of fluctuations in both equity prices and the value and volatility of the relevant equity index. Securities linked to equity indices may not participate in dividends or any other distributions paid on the shares which make up such indices, accordingly, you may receive a lower return on the Securities than you would have received if you had invested directly in those shares.</p> |
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| | | <p>The Index Sponsor can add, delete or substitute the components of an equity index at its discretion, and may also alter the methodology used to calculate the level of such index. These events may have a detrimental impact on the level of that index, which in turn could have a negative impact on the value of and return on the Securities.</p> <p>The capital invested in the Securities is at risk. Consequently, you may lose the value of your entire investment, or part of it.</p> |
| Section E – Offer | | |
| E.2b | Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks | Not Applicable: the net proceeds will be applied by the Issuer for making profit and/or hedging certain risks. |
| E.3 | Description of the terms and conditions of the offer | <p>The Securities are offered subject to the following conditions:</p> <p>Offer Price: The Issue Price</p> <p>Conditions to which the offer is subject: Offers of the Securities made prior to the Issue Date are conditional on their issue. There are no pre-identified allotment criteria. The Authorised Offeror will adopt allotment criteria that ensure equal treatment of prospective investors. A prospective investor will receive 100 per cent. of the amount of Securities allocated to it during the Offer Period.</p> <p>The Issuer reserves the right to withdraw the offer of the Securities at any time on or prior to the Issue Date.</p> <p>For the avoidance of doubt, if any application has been made by the potential investor, each such potential investor shall not be entitled to subscribe or otherwise acquire the Securities and any applications will be automatically cancelled and any purchase money will be refunded to the applicant.</p> <p>Description of the application process: Applications for the Securities can be made during the Offer Period to the Authorised Offeror. Further information with respect to the application process will be available from the Authorised Offeror upon request.</p> <p>Details of the minimum and/or maximum amount of application: The minimum amount of application per investor will be EUR 1,000 in nominal amount of the Securities.</p> <p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable</p> <p>Details of the method and time limits for paying up and delivering the Securities: Payment for Securities shall be made to the Authorised</p> |

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| | | <p>Offeror in accordance with the instructions provided by the Authorised Offeror. None of the amounts so transferred to the Authorised Offeror will bear interest. Such amounts will be returned only in the event of (i) cancellation of the offer of the Securities or (ii) overpayments, provided that, in each case, the amounts will be returned by the Authorised Offeror without any interest or compensation in accordance with the instructions of the relevant applicant set out in the related application form. The Securities will be delivered to the successful applicants on or about the Issue Date.</p> <p>Manner in and date on which results of the offer are to be made public: Results of the offer will be made public by the Authorised Offeror after the end of the Offer Period.</p> <p>Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made: Applicants will be notified directly by the Authorised Offeror of the success of their application. No dealings in the Securities may take place prior to the Issue Date.</p> <p>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: the Authorised Offeror(s)</p> |
| E.4 | Description of any interest material to the issue/offer, including conflicting interests | <p>The relevant Manager or authorised offeror(s) may be paid fees in relation to any issue or offer of Securities. Potential conflicts of interest may exist between the Issuer, Determination Agent, relevant Manager or authorised offeror(s) or their affiliates (who may have interests in transactions in derivatives related to the Underlying Asset(s) which may, but are not intended to, adversely affect the market price, liquidity or value of the Securities) and holders.</p> <p>The Authorised Offeror will be paid aggregate commissions equal to 3 per cent. of the aggregate nominal amount of the Securities. Any Manager/Authorised Offeror and its affiliates may be engaged, and may in the future engage, in hedging transactions with respect to the Underlying Asset.</p> |
| E.7 | Estimated expenses charged to investor by issuer/offeror | <p>The Issuer will not charge any expenses to holders in connection with any issue of Securities. Offerors may, however, charge expenses to holders. Such expenses (if any) will be determined by agreement between the offeror and the holders at the time of each issue.</p> |